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April 4, 1988

RECORDATION NO. 15541-A
APR 4 1988-8 35 AM
INTERSTATE COMMERCE COMMISSION

Date APR 4 1988
Fee: \$13.00
ICC Washington, D.C.

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed is one original and one counterpart of an Addendum to Lease of Railroad Equipment dated February 12, 1988.

This document supplements ICC Recordation #15541 and should be assigned #15541-A.

The filing fee of \$13 is enclosed. Thank you.

Sincerely,

Mary A Oster

Mary Ann Oster
Research Consultant

Enclosure

TOP OF
THIS STOP
APR 4 8 28 AM '88
MOTOR OPERATING UNIT

Courtesy Mary A Oster

RECORDATION NO. 155414 4
FILING 1988

APR 4 1988 8 25 AM

INTERSTATE COMMERCE COMMISSION

ADDENDUM TO THE LEASE OF RAILROAD EQUIPMENT
BETWEEN
HELM FINANCIAL CORPORATION
AND
ATLANTA & SAINT ANDREWS BAY RAILWAY COMPANY

The following is an Addendum to the LEASE OF RAILROAD EQUIPMENT, dated as of February 12, 1988, between HELM FINANCIAL CORPORATION, a California corporation, (hereinafter the "Lessor"), and the ATLANTA & SAINT ANDREWS BAY RAILWAY COMPANY, a Florida corporation, (hereinafter the "Lessee"), an indirect subsidiary of Stone Container Corporation, a Delaware corporation.

Paragraph 2 shall be modified as follows: "...Payment of Lease Rental shall be made to the Lessor at the address specified in Paragraph 16, or to such other place as Lessor may direct, with the first month's payment due on April 1, 1988 and is to include prorated payment for any Units received and used during March, 1988..."

IN WITNESS WHEREOF, the Lessor and the Lessee, each pursuant to due authority, have caused these presents to be signed in their respective names as of the date first above written.

Attest:

John McLean
Title: VP Finance

HELM FINANCIAL CORPORATION

By:

Richard C. Clark
Title: President

Attest:

Carl R. [Signature]
Title: Secretary

ATLANTA & SAINT ANDREWS BAY
RAILWAY COMPANY

By:

Alan Stone
Title: President

Attest:

Carl R. [Signature]
Title: Secretary

STONE CONTAINER CORPORATION

By:

Alan Stone
Title: Sen. Vice President

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN FRANCISCO)

On this 1st day of MARCH, 1988, before me personally appeared Richard C. Kirchner, to me personally known, who, being by me duly sworn, says that he is President of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Nancy L. Hoffner
Notary Public

My Commission Expires: January 9, 1990

[Notarial Seal]

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

On this 22nd day of March, 1988, before me personally appears Alan Stone, to me personally known, who being by me duly sworn says that he is President of ATLANTA & SAINT ANDREWS BAY RAILWAY COMPANY, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Frances R. Hansen
Notary Public

My Commission Expires: February 28, 1989

[Notarial Seal]

Interstate Commerce Commission

Washington, D.C. 20423

4/4/88

OFFICE OF THE SECRETARY

Mary Ann Oster
Research Consultant
Oster Researching Services
12897 Colonial Drive
Mt.Airy Md. 21771

Dear Ms. Oster:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/4/88 at 8:35am, and assigned recordation number(s). 15541-A

Sincerely yours,

Norita L. McGee

Secretary

Enclosure(s)